

# **Exhibit 1**

## **Part 2 of 7**

did not own the majority of the shares of NCB. The purpose of this Second Supplemental Affidavit is to state the position of the Ministry of Finance, including the PIF, concerning when it acquired majority ownership of NCB.

3. My Original Affidavit, at paragraph 2, stated that the PIF "owns on behalf of the Ministry of Finance 69.3% of the common stock shares of the National Bank." The PIF acquired that 69.3% ownership of NCB common stock through Agreements signed in 1999 and 2001 with private shareholders of the bank. Both at those times and now, there were no other classes of stock in NCB besides its common stock.

4. There were several Sale Agreements, all dated and executed on 2 Ramadan, 1422H, corresponding to 17 November 2001 (the "2001 Sale Agreements"), with private NCB shareholders by which the PIF on behalf of the Ministry acquired a total of 17,577,000 NCB shares, bringing the total PIF holdings in NCB to 41,576,800 shares, or 69.3% of NCB's total issued and outstanding common stock. (There was a subsequent stock split, but the PIF's total holdings have remained at 69.3% of the issued and outstanding common stock.) The "second" paragraph of all of the 2001 Sale Agreements contained an identical statement (in English translation) that the parties "have agreed" that the private shareholder had "sold" to the PIF on behalf of the Ministry the specified number of NCB shares.

5. On 17 November 2001, simultaneously with execution of the 2001 Sale Agreements, the seller-shareholders wrote letters (the "November 2001 letters") to the Chairman of the Board of NCB, which referred to and enclosed a copy of the 2001 Sale Agreements. The November 2001 letters also enclosed, or expressly relinquished the seller's claim to, NCB share certificates equal to the number of shares sold to the Fund. The November 2001 letters further stated: "This is so that you may take the steps necessary with respect to this sale agreement and its recording in the Bank's shareholder register and to provide me with a copy of your letter to the Public Investment Fund,

